

STATUTE
Professional Association
“THE COLLEGE OF MEDIATORS”

Preamble:

Recognizing that, in accordance with the Universal Declaration of Human Rights, the ideal of free men who enjoy freedom from fear and needs, can be accomplished only if conditions are created through which each benefits from their economic, social, cultural, as well as civil and political rights,

Noting that, the fulfillment of these conditions generated social systems and specific mechanisms which as a whole have often proved ineffective in achieving the purpose for which they were created,

Being aware of the fact that basic human rights and the fulfillment of goals which contribute to their achieving do not derive from citizenship, but there are based on attributes of human personality,

Considering that the principles of mediation interact precisely with human personality, beyond civil rights and duties barriers,

Reiterating interest in the institution of mediation, interest manifested also by the European Union and expressed in official documents recommending its implementation in EU member states,

Aware of the obligations deriving from membership of Romania in EU regarding the transposition of these recommendations and guidelines in the national legal system (such as Directive 2008/52/CE of the European Parliament and of the Council from 21st of May 2008)

Advised about the assumption of these directives and recommendations by the promulgation of the Law no 192/2006 regarding mediation and organizing the profession in Romania, and at the same time

Taking into account the rules and decisions adopted by The Mediation Council in Romania and at the same time

Whereas the characteristics and evolution of the contemporary civilization – in general, as well as the socio-economic specific of the Romanian cultural space-in particular,

The undersigned:

Avramescu Arin-Alexandru,...(following personal identification information, protected by Law no 677/2001)

Bădilă Adrian-Cristinel,...(following personal identification information, protected by Law no 677/2001)

Brînzea Mihail,... (following personal identification information, protected by Law no 677/2001)

Ciucă Anca-Elisabeta,...(following personal identification information, protected by Law no 677/2001)

Dușa-Gruia Smaranda,...(following personal identification information, protected by Law no 677/2001)

Erușencu Silviu,...(following personal identification information, protected by Law no 677/2001)

Ionică Dan,...(following personal identification information, protected by Law no 677/2001)

Teodorescu Elisabeta-Raluca,...(following personal identification information, protected by Law no 677/2001)

Ungureanu Dan,...(following personal identification information, protected by Law no 677/2001)

As founding members

- **We recognize** the urgent need to promote the institution of mediation in Romania.
- **We consider** that the actions for promoting mediation are addressed equally to the individual mentality and to the mechanism for the exercise of public authority.
- **We appreciate** as appropriate the involvement through an organized form of professional association of certified mediators, which by

concerted actions to facilitate the awareness regarding the advantages mediation has as an alternative to resolve any kind of dispute and which to promote the guarantee of every citizen's free access to mediation, in such conditions that ensure the competence specific to international standards in the field.

Reason for which – based on the *Articles of Incorporation*, in accordance with the Romanian legislation and in consensus with the international and European standards as applicable – we establish

“THE COLLEGE OF MEDIATORS”

professional Association, Romanian legal person that will operate in accordance with the applicable law and provisions of this

STATUTE

Chapter I. NAME, LEGAL FORM, LENGTH AND HEAD

Art. 1. (a) Based on the will of the founding members expressed in The Articles of Incorporation and according to the proof of name's availability no. 77327/06.10.2009, released by the Ministry of Justice - Public Relations and cooperation with NGOs Service, the name of the legal is: THE COLLEGE OF MEDIATORS.

(b) All documents released will have – letterhead or any other area meant to help identify the issuer – the strict name – THE COLLEGE OF MEDIATORS. Completing the name with logo and/or other identification data (No. national Registry, tax code, IBAN Code, etc.) is allowed as provided by law, Statute and Internal Regulations legally adopted.

Art. 2. “THE COLLEGE OF MEDIATORS” is a professional association of certified mediators, Romanian legal person, nonprofit, apolitical, non-religious, non-governmental, established under the government Ordinance no 26/2000 supplemented and amended.

Art. 3. Anticipated duration of the operation is unlimited. Any limitation of this duration may occur only when expressly provided by law.

Art. 4. (a) "THE COLLEGE OF MEDIATORS" is based on the following address: Stăniliești Street, no. 4-6, sector 1, Bucharest city, postal code 013464 – ROMANIA.

(b) The professional association may change its headquarter by relocation to any other address located in Romania; can open secondary offices in Romania; may establish branches and offices, with or without legal personality, in Romania or any other state; can turn to virtual offices and / or ways of contact in the electronic environment, respecting the rules of law applicable to such entities.

(c) Any change or addition to the premises and official contact information will be announced to the competent Court according to legal procedures.

Chapter II. AIMS AND OBJECTIVES OF THE PROFESSIONAL ASSOCIATION

Art. 5. The principal aim of "THE COLLEGE OF MEDIATORS" Association is that of representing the professional interests of *its members* – certified mediators and / or recognized in Romania under the law, promoting the use of mediation as an alternative method to solve all forms of disputes, the development of the profession of mediator and encouraging mediation practice nationally and internationally in all environments that have competence in analyzing and solving conflicts."

Art. 6. In order to achieve the purpose for which it was established, the professional association aims to achieve the following objectives:

A. Representing the professional interests of its members, as well as those of the professional body of mediators, in relation to the Mediation Council, with any other institutionalized form of representation of mediators created under the law, as well as with non-institutionalized entities of their representation, in relation with representatives of civil society, with other bodies and Romanian and foreign state institutions, with governmental and non-governmental organizations, with international bodies, and in relation to potential or actual clients.

To achieve this objective, the professional association:

- a) provides assistance and support to develop good relations, both among its members and with the aforementioned entities;
- b) provides assistance to members for starting and developing their activity as mediators, the logistical support (templates, reporting rules, registers, etc.), by creating a data base (with statistical character) on "mediation practice" and the development of studies and publishing specific publications;
- c) provides continuous information in the areas of statutory interest and makes recommendations to its members to participate in continuing education courses, and to national and international events in the field of mediation;
- d) will ensure the organization of continuous training activities for adults mainly addressed to its members, only after fulfilling all legal conditions imposed by the laws applicable to this type of activities (including the legal framework provided by the Law 192/2006, GO 26/2000) and after acquiring all permits / licenses / credentials;
- e) develops codes of conduct for its members for the purpose of raising and upholding ethical standards in the field of mediation in Romania and submits proposals to the decision-making bodies in the field, on the ethics of the profession.

B. Promotion of mediation in Romania

In this sense, The College of Mediators aims:

to participate in local, regional and national public campaigns, in order to promote to the public the concept of mediation and to present alternative ways of resolving conflicts amicably, as defined by official documents and practices emanating from international institutions of the European Union and the Romanian state;

to organize roundtable events, workshops, seminars, conferences, etc., involving stakeholders;

to collaborate based upon agreement or protocol signed with stakeholders interested in mediation;

to promote the professional association as representative entity, its activities and its members in relations with third parties.

C. Development of the profession (mediator) in Romania

To achieve this goal, the professional association sets the following objectives:

- a) to initiate and carry out projects to incorporate into common practice - mainly of judicial and public administration – mediation, as an alternative way of conflict resolution;
- b) to initiate some research projects in the field of mediation, with the goal of extending its application and possible participation, active or representative at their achievement;
- c) to initiate and support exchanges of experience with national and international institutions and organizations that have similar interests.

D. Development of international relations on mediation

To achieve this goal, the professional association sets the following objectives:

- a) to identify, contact and develop relationships with potential international partners;
- b) to promote and conduct several joint projects with international partners;
- c) to promote and develop relationships with international Institutions and Organizations that have interests in conflict resolution;
- d) to conduct other activities that serve the purpose of this statute and in general the idea of alternative conflict resolution.

E. Other objectives, which do not contradict the concepts set forth in this Statute

In the context of experience gained in working, in terms of possible legislative changes, of development in the security environment both at internal and international level, The College of Mediators may also adopt in the future, other objectives, keeping the statutory purpose for which it was

established and respecting the legality of the means used to achieve this goal.

Chapter III: MEMBERS. Acquisition and termination of membership

Art. 7. The College of Mediators has the following categories of members:

- a) **founding members** – those who contributed to the establishment of the professional association, respectively signatories of this Statute;
- b) **associated members** – those who subsequently associate to founders by expressing a freely consented request for this purpose, endorsed by the Board of Directors, morally and materially contributing to the achievement of the professional association's goals and to its funding;
- c) **members** - associated members (above mentioned) who have been validated by the General Assembly of The College of Mediators; this category has the same rights and obligations as the founding members; they may be authorized mediators, Romanian or foreign, recognized in Romania under the law;
- d) **honorary members** - individuals, Romanian or foreign citizens who have distinguished themselves through outstanding service to the association, substantially supporting the effort in achieving goals proposed by this Statute, this category being exempted from the obligation to hold the status of mediator.

Art. 8

(a) Any Romanian or foreign natural person, who is a mediator and / or recognized in Romania (excepting the honorary members, those being exempted from the obligation to hold the status of mediator) and has full legal capacity of his or her rights, may be a member – regardless of age, sex, social origin, ethnicity or religion, political beliefs or any other discriminatory criteria set by UN Charter and European Charter of Fundamental Rights – and who freely agrees to adhere to the values, goal and objectives of this professional association, who personally requests this quality engaging to respect the purviews of this Statute and whose request is approved by the decision-making bodies of this professional association.

(b) Membership is acquired either by signing the Articles of Incorporation of The College of Mediators, or by following the accession procedure established by the General Assembly of Members.

Art. 9. Termination of membership may occur:

- a) by request;
- b) by death;
- c) by adjudication of incapacity;
- d) by the permanent loss of quality of mediator (excepting the honorary members, these being exempted from the obligation to hold the status of authorized mediator);
- e) by temporary suspension decided by the Board of Directors and handed in writing to the member, if perpetration of acts against the interests of the professional association or professional body of mediators;
- f) by exclusion, decided by the General Assembly of Members, for acts that bring the profession of mediator into disrepute or other acts determined to undermine the aims and the work of the College of Mediators.

Chapter IV: RIGHTS AND OBLIGATIONS OF MEMBERS

Art. 10. The members of The College of Mediators have the following rights:

- (a) to participate in attaining the objectives of the professional association;
- (b) to attend meetings of deliberative bodies;
- (c) to attend meetings of executive bodies;
- (d) to raise, by including in the agenda of the deliberative body's meeting, any issue related with its activity;
- (e) to vote on any matter under discussion of the deliberative body, within its meetings;
- (f) to convene, under this Statute, a deliberative body meeting;
- (g) to participate in the activities of the professional association;
- (h) to benefit from and to use funds and assets, exclusively for the purposes set out in the Statute;
- (i) to renounce membership.

Art. 11. The honorary members have the following rights:

- (a) to attend meetings of deliberative bodies, without having voting rights;
- (b) to participate in the activities of the professional association;
- (c) to be informed about the objectives and activities of the professional association;
- (d) to benefit and to use funds and assets, exclusively for meeting the stated objectives, and with the consent of the Board of Directors;
- (e) to renounce the membership of The College of Mediators.

Art 12. Obligations of The College of Mediators members:

- (a) to support the professional association by participating or by using any other legal form of expression, in the actions initiated by this legal entity;
- (b) to pay a fee established by the competent bodies of the professional association;
- (c) to comply with legal judgments and decisions adopted by the governing bodies;
- (d) not to appropriate or use the professional association's assets for personal benefit or against the resolutions and decisions of governing bodies;
- (e) to refrain from any statements or actions that would harm the public image of The College of Mediators, in any way;
- (f) not to use this professional association to promote racial, political, religious beliefs or related to the belonging to any group or minority (ethnic, sexual, etc.) by undermining the fundamental principles set in art. 1 of this Statute, as well as The College of Mediators image;
- (g) **not to initiate actions on behalf of The College of Mediators, without a prior mandate issued by the responsible governing body.**

Art. 13. Members are responsible – under all forms of responsibility in the context of this association, for any damage caused directly or indirectly to the professional association, by their acts - in case of failure to fulfill one or more of the obligations stipulated in the preceding article or provided in

documents drafted and subsequently adopted, based on these terms of reference.

Chapter V. ORGANIZATION, MANAGEMENT, CONTROL

Art. 14. The College of Mediators has the following governing bodies:

- (a) The General Assembly;
- (b) The Board of Directors;
- (c) The Censor/ Audit Committee.

Art. 15. GENERAL ASSEMBLY

(a) The General Assembly is the governing body of the professional association and is composed of all its members.

(b) The General Assembly has the following attributions:

- sets the strategy and the ways to achieve the objectives of the professional association;
- approves the budget of revenues and expenditures;
- elects and dismisses members of Board of Directors;
- elects and revokes the auditor or, where appropriate, the members of the Audit Committee;
- changes the Statute;
- approves the dissolution and liquidation of the legal entity and the destination of assets remaining after liquidation;
- fulfills any other duties prescribed by law and which are not provided for the work of other governing bodies.

(c) The General Assembly meets once a year in ordinary session and in extraordinary session, at the request of the Board of Directors or at the request of at least 25 % of members, whenever required.

(d) Ordinary meetings shall be convened by the President, at least one month before the date set, and such notice shall be made in writing and sent to all members, specifying the date and time set for the commencement of the hearing, the venue and the agenda. Proposals for amendment or additions to the agenda are received until the twentieth day following the date of convocation.

(e) Extraordinary meetings shall be convened by the President under the same conditions as those as set for the convening of ordinary meetings, at

the reasoned request from the Board of Directors or at least a quarter of the members.

(f) The General Assembly is legally convened if half plus one of the members are present, directly or by mandate of representation. If at the first meeting, the quorum is not met, the date of the meeting shall be rescheduled after at least fifteen days, communication being done in the same conditions and the same manner. At the second meeting, the quorum is considered met, regardless the participants' number.

(g) The General Assembly's Secretariat is determined by the Board of Directors.

(h) The General Assembly adopts decisions by simple majority of those present's vote, and the quorum shall be met by the presence of at least half plus one of its members.

(i) The General Assembly's decisions that target the very existence of the professional association or fundamental changes with regard to its aim and objectives set under the conditions of this Statute, shall be taken only with the vote of two-thirds of all members present at the meeting date, and the General Assembly will be legally convened if at the hearing, two thirds of all members with full voting rights, are present.

(j) In exceptional circumstances, established by decision of the Board of Directors, the vote can be expressed also by mandate or by electronic voting.

Art. 16 BOARD OF DIRECTORS

(a) The Board of Directors is the governing and management body of The College of Mediators, which ensures implementation of the decisions of the General Assembly.

(b) The Board of Directors consists of: the President, the Vice-president, the Secretary General, the Treasurer and 3-7 members, elected by the General Assembly, for a two years term.

(c) The President coordinates the Board of Directors' activity and the Vice-president stands in for the President, in his or her absence.

(d) The Board of Directors exercises the following powers:

- establishes the responsibilities of board members and its own way of working;
- presents to the General Assembly, the activity report for the previous period, including the execution of revenue and expenses, the

balance sheet, the draft income and expense budget and the professional association's proposed programs;

- approves the annual balance sheet;
- signs legal documents in the name and on behalf of the professional association;
- approves the organization chart and the personnel strategy;
- prepares and submits proposals to the General Assembly for any changes within the Statute or related to the professional association's strategy;
- approves the change of the association's headquarters or the opening of new offices;
- approves the internal rules of operation and organization of the professional association's activity;
- performs secretarial operations for the General Assembly;
- approves the welcoming of new members and validates them;
- approves the establishment of branches of the professional association;
- performs any other duties prescribed by law and Statute or established by decisions of the General Assembly.

(e) The Board of Directors normally meets at least once a quarter or whenever necessary.

(f) The decisions of the Board shall be adopted by the favorable vote of at least two thirds of its members. Unfavorable votes should be motivated. Boycotting the adoption of decisions by repeated absenteeism or unreasonably negative vote leads to the convening of the General Assembly to review the situation and decide on the exclusion from the Council of the persons responsible for such a situation.

(g) The Board members cannot be represented by mandate in the meetings of the governing bodies of The College of Mediators. In special circumstances, however, they can participate by means of distance communication (video or tele conference).

Art. 17. CENSOR/ AUDIT COMMITTEE

(a) The Censor/Audit Committee is the internal financial control body of the professional association.

(b) The censor of the association is not designated at the time of establishment, the provisions of Article 27 lit 3 of GO no.26/2000 amended and supplemented being applicable.

Chapter VI: FUNDING

Art. 18 (a) The initial funding available to The College of Mediators is 1500 (fifteen hundred) RON and is represented by the contribution of the founding members to the establishment of The College of Mediators.

(b) The costs for the establishment and the operation of the professional association are divided equally among the founding members, who shall make a contribution of 200 (two hundred) RON per founding member.

(c) The amount of the contribution per founding member will be equivalent to the membership fee according to art. 8 of this Statute.

Art. 19 The professional Association's funds derive from the following sources:

- (a) the initial contribution of the founding members;
- (b) membership fees;
- (c) interest and dividends arising from investment under the law;
- (d) revenues from direct economic activities;
- (e) donations, sponsorships or related;
- (f) resources obtained from the State budget and/or local budgets;
- (g) other incomes obtained in legal conditions.

Art. 20 All assets will be marked and preserved in accordance with the Romanian legislation applicable, in the name and at the disposal of The College of Mediators and will be exclusively used for attaining its statutory objectives.

Art. 21 (a) The College of Mediators may open accounts in RON and in foreign currency in any bank in the country and abroad, under the law applicable to legal persons in relation to such financial institutions (banks, treasuries, etc.)

(b) **Representation of the professional association in relation to financial institutions (signature right, methods and limitations in**

accessing accounts, etc.) will be established by the Rules of procedure with the approval of the Board of Directors.

(c) Until the first meeting of the Board, which will adopt the Rules of procedure and shall designate the person / people with signature rights, this position is granted and recognized in favor of Mr. Adrian Badila – President of The College of Mediators.

Chapter VII: DISSOLUTION AND LIQUIDATION OF THE PROFESSIONAL ASSOCIATION

Art. 22. The College of Mediators dissolves in these situations:

(a) de jure:

- the inability to achieve the purpose for which it was created, if within three months of becoming aware of such fact, this goal is not changed, or
- through failure to fulfill the quorum of the General Assembly or the Board of Directors in accordance with the provisions of the Statute, if the situation lasts more than one year after the date on which, according to the bylaws, the General Assembly or the Board of Directors had set up;
- by reducing the number of members below the limit prescribed by law, if it was not completed for three months after noting the situation;

(b) by court decision, pursuant to art. 56 of GO no. 26/2000;

(c) by decision of the General Assembly, according to the provisions of art. 19 letters "b" and "i" from the present Statute.

Art 23. Liquidation of the professional association

(a) The assets remaining after liquidation shall be transferred to legal persons, public or private with identical or similar purpose.

(b) Appointed liquidators shall draw up a list (database) of potential beneficiaries (legal) of remaining assets and they will notify the latter at least two months before any bid on the property of, acquisition conditions, characteristics of goods, etc., and the date and place of delivery.

(c) Beneficiaries must express their agreement to take over, at least one month before the deadline of the communicated bid.

(d) Organizations with the same purpose and the newly established ones have priority.

Chapter VIII. FINAL DISPOSITIONS

Art. 24. The College of Mediators may establish, as sole or venture (partner/ shareholder), companies, under the law.

Art. 25. The College of Mediators may be associated with other organizations, and can join other organizations with similar objectives, regardless of their nationality or who have an international character.

Art. 26. The provisions of this Statute shall be completed with the applicable legal rules and with the legal provisions and internal regulations issued and validated The College of Mediators competent organs.

Art. 27. The College of Mediators professional association has its own bank account, stamp, seal, flag, badge and emblem (see Appendix).

Art. 28. This statute is written in fifteen copies, signed by hand by each of the founding members and certified by a lawyer.

SIGNATURES:

- 1. AVRAMESCU ARIN-ALEXANDRU,**
- 2. BĂDILĂ ADRIAN-CRISTINEL,**
- 3. BRÎNZEĂ MIHAIL,**
- 4. CIUCĂ ANCA-ELISABETA,**
- 5. DUȘA-GRUIA SMARANDA,**
- 6. ERUȘENCU SILVIU,**
- 7. IONICĂ DAN,**
- 8. TEODORESCU ELISABETA-RALUCA,**
- 9. UNGUREANU DAN,**

Note: This document will be legally certified